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13 *Attorneys for Debtors and Debtors in Possession*

14 **UNITED STATES BANKRUPTCY COURT**  
15 **NORTHERN DISTRICT OF CALIFORNIA**  
16 **SAN FRANCISCO DIVISION**

17 **In re:**

18 **PG&E CORPORATION,**

19 **- and -**

20 **PACIFIC GAS AND ELECTRIC  
COMPANY,**

21 **Debtors.**

22  Affects PG&E Corporation  
23  Affects Pacific Gas and Electric  
Company  
24  Affects both Debtors

25 \* *All papers shall be filed in the Lead Case  
No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

**CERTIFICATION OF TOBIAS S. KELLER IN  
SUPPORT OF FIRST INTERIM FEE  
APPLICATION OF KELLER & BENVENUTTI  
LLP FOR ALLOWANCE AND PAYMENT OF  
COMPENSATION AND REIMBURSEMENT OF  
EXPENSES (JANUARY 29, 2019 THROUGH  
MAY 31, 2019)**

**Objection Deadline: August 8, 2019  
4:00 p.m. (Pacific Time)**

[No hearing requested]

1 I, Tobias S. Keller, hereby certify as follows:

2 1. I am attorney licensed to practice law in the State of California. I am a partner in the  
3 law firm of Keller & Benvenutti LLP, co-counsel for the Debtors<sup>1</sup>, and am authorized to make this  
4 Declaration in that capacity. Except as otherwise indicated, all statements in this Declaration are based  
5 on my personal knowledge, and, if called upon to do so, I could and would testify competently thereto.

6 2. I make this Declaration in support of the *First Interim Fee Application of Keller &*  
7 *Benvenutti LLP for Allowance and Payment of Compensation and Reimbursement of Expenses*  
8 *(January 29, 2019 Through May 31, 2019)* (the “**Interim Application**”). I am an attorney designated  
9 by the Firm to sign the Interim Application on its behalf.

10 3. Pursuant to the Northern District Guidelines, I certify that:

11 a. I have read the Interim Application.

12 b. To the best of my knowledge, information and belief formed after reasonable  
13 inquiry, the compensation and expense reimbursement sought in the Interim  
14 Application are in conformity with the Northern District Guidelines except as  
15 otherwise indicated in the Interim Application.

16 c. The compensation requested in the Interim Application has been billed at rates  
17 and in accordance with practices no less favorable than those currently  
18 employed by the Firm and generally accepted by the Firm’s clients.

19 4. There is no agreement or understanding between Keller & Benvenutti and any other  
20 person other than the partners of the Firm for the sharing of compensation to be received for services  
21 rendered in these cases.

22 5. As required by the Northern District Guidelines, the Firm has sent billing statements to  
23 the Debtors on a monthly basis during these chapter 11 cases. I certify that the Debtors, counsel for  
24 the Creditors Committee and the TCC, and the U.S. Trustee are each being provided with a copy of the  
25 Interim Application in accordance with the Interim Compensation Order.

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27 <sup>1</sup> Capitalized terms not defined herein shall have the meaning ascribed to them in the Interim Application.

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1       6. Attached hereto as **Exhibit A** is a true and correct copy of a letter transmitting the  
2 Interim Application to the Debtors and advising them of their rights to review and object to the  
3 compensation and expense reimbursement sought therein. To the best of my knowledge, information,  
4 and belief, this letter was transmitted to the Debtors by electronic mail on July 19, 2019.

5       7. The Firm responds to the questions identified in the UST Guidelines as follows:

6           Question 1: Did Keller & Benvenutti agree to any variations from, or alternatives to,  
7 Keller & Benvenutti's standard or customary billing rates, fees or terms for services pertaining to this  
8 engagement that were provided during the Interim Fee Period? If so, please explain. Answer: No.

9           Question 2: If the fees sought in the Interim Application as compared to the fees  
10 budgeted for the time period covered by the Interim Application are higher by 10% or more, did Keller  
11 & Benvenutti discuss the reasons for the variation with the client? Answer: The fees sought in the  
12 Interim Application do not exceed by 10% or more the aggregate fees budgeted for Keller &  
13 Benvenutti in the debtor in possession financing budget for the Interim Fee Period.

14           Question 3: Have any of the professionals included in the Interim Application varied  
15 their hourly rate based on geographic location of the Chapter 11 Cases? Answer: No.

16           Question 4: Does the Interim Application include time or fees related to reviewing or  
17 revising time records or preparing, reviewing or revising invoices? If so, please quantify by hours and  
18 fees. Answer: The Interim Application includes fees for reviewing and revising time records and  
19 preparing and reviewing invoices in connection with the preparation of the Firm's monthly fee  
20 statements. The Firm used a billing code for such tasks that also includes matters relating to Keller &  
21 Benvenutti's retention and the preparation of the monthly fee statements; the total hours expended  
22 during the Interim Fee Period was 82.9 hours, corresponding to \$48,840.00 in fees. The time spent  
23 only on revising time records and invoices is approximately 15.4 hours, corresponding to \$11,360.00  
24 in fees.

25           Question 5: Does the Interim Application include time or fees for reviewing time  
26 records to redact any privileged or other confidential information? If so, please quantify hours and  
27 fees. Answer: No.

1                   Question 6: Does the Interim Application include any rate increases since Keller &  
2 Benvenutti's retention in this case? If so, did the client review and approve those rate increases in  
3 advance? Did the client agree when retaining the law firm to accept all future rate increases? Answer:  
4 The Interim Application does not include any rate increases since the Firm's retention. Keller &  
5 Benvenutti has advised the Debtors that the Firm may increase its hourly rates each year.

6                   I declare under penalty of perjury under the laws of the State of California that the foregoing is  
7 true and correct. Executed this 19<sup>th</sup> day of July, 2019, in San Francisco, California.

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